70 LRION CORPORA PUBLIC ACCUSE UN (((1196000009398))) ELECTRONIC FILING COVER SHEET TO: DIVISION OF CORPORATIONS FROM: CORPORATE CHEATIONS INTERNATIONAL IN DEPARTMENT OF STATE 401 OCEAN DR STATE OF PLONIDA 409 EAST GAINES STREET MUITE 312 MIANI HEACH FL 33139-0000 TALLAHASSEE, FL 32399 CONTACT: JOINNY C RODRIQUEZ FAX: (904) 922-4000 PHONE: (305) 672-0686 FAX: (305) 672-9110 (((H96000009398))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: MARICULTURE SYSTEMS, INC. FAX AUDIT NUMBER: H9600U009398 CURRENT STATUS: REQUESTED DATE REQUESTED: 07/08/1996 THE REQUESTED: 13:22:56 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$78.75 ACCOUNT NUMBER: 073171003004 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000009398))) ** EVIER 'M' FOR HERU, ** ENTER SELECTION AND <CR>:

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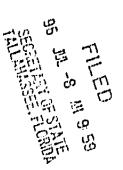
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Articles of Incorporation of MARICULTURE SYSTEMS, INC.

Article I. Name

The name of this Florida corporation is:

MARICULTURE SYSTEMS, INC.



Article II. Address

The mailing address of the Corporation is:

MARICULTURE SYSTEMS, INC.
P.O. Box 669
Palm Beach FL 33480

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.

4521 PGA Boulevard #211 Palm Beach Gardens FL 33418

Article IV. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name of each initial member of the Corporation's Board of Directors is:

Dale B. Finfrock, Jr.

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Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6829 (305) 672-0686

Article V. Capital Stock

The Corporation shall have the authority to issue 20,000,000 shares of common stock, par value \$.001 per share.

The Corporation shall have the authority to issue 1,000,000 shares of preferred stock, par value \$.001 per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors. The Corporation elects not to be governed by the Affiliated Transactions Statute, F.S. 607.0901. The Control Share Acquisitions Statute, F.S. 607.0902, shall not apply to control share acquisitions of shares of the Corporation.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective July 8, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on July 8, 1996

Corporate Creations International Inc.

Luis A. Uriarte Vice President

CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION: MARICULTURE SYSTEMS, INC.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211

Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc. Luis A. Uriarte, Vice President

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Date: July 8, 1996

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Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6629 (305) 672-0666